

P 98000012369

~~GULF COAST LEASING INC.~~

955 Briarwood Boulevard
Naples, FL 34104
(941) 262-4023

BNE Enterprises Inc.

November 27, 1997

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
2-4-98

SUBJECT: ~~GULF COAST LEASING INC.~~

BNE Enterprises, Inc.

200002413532-7
-01/27/98-01091-011
****131.25 ****131.25

Enclosed is an original and two (2) copies of the Articles of Incorporation and a check in the amount of \$131.25 representing the Filing Fee, Certified Copy and Certificate for the above subject corporation.

FROM:

Robert T. Wolford
Robert T. Wolford
955 Briarwood Boulevard
Naples, FL 34104
(941) 262-4023

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

98 FEB - 6 PM 4:29

FILED

Attempted - but got fax.
[Signature]

498-2070
2-6-98
MM

B N E ENTERPRISES, INC.
955 Briarwood Boulevard
Naples, FL 34104
(941) 262-4023

February 4, 1998

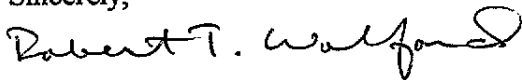
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: B N E ENTERPRISES, INC.
Ref. No: W98000002070
Letter No: 798A00005101

Enclosed is an original and two (2) copies of the Articles of Incorporation for the above referenced corporation. Such Articles of Incorporation replace those previously submitted and referenced in the enclosed copy of the letter from the Florida Department of State, Division of Corporations, dated January 29, 1998. A check in the amount of \$131.25 representing the Filing Fee, Certified Copy and Certificate is being held by the Division of Corporations for the above subject corporation.

If you have any questions or require additional filing information please feel free to contact me at (941) 513-2212 or (941) 262-4023.

Sincerely,



Robert T. Wolford
955 Briarwood Boulevard
Naples, FL 34104
(941) 262-4023 or (941) 513-2212



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 29, 1998

ROBERT T. WOLFORD
955 BRIARWOOD BLVD
NAPLES, FL 34104

SUBJECT: GULF COAST LEASING INC.
Ref. Number: W98000002070

We have received your document for GULF COAST LEASING INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Michelle Milligan
Document Specialist

Letter Number: 798A00005101

EFFECTIVE DATE

2-4-98

**ARTICLES OF INCORPORATION
OF**

B N E Enterprises, Inc.

FILED
98 FEB -6 PM 4:29
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural competent person to contract, hereby subscribes to form a corporation for profit under the laws of the State of Florida.

ARTICLE I
CORPORATE NAME

The name of the corporation shall be B N E Enterprises, Inc..

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

955 Briarwood Boulevard
Naples, FL 34104

ARTICLE III
DURATION

The corporation shall be perpetual existence beginning with the date of the execution of the Articles.

ARTICLE IV
PURPOSE

The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE V
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at anyone time is 400 shares of common stock at \$1.00 par value. The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation.

ARTICLE VI
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series of that which he already holds, shall have the right to purchase his/her pro rata share, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VII
REGISTERED AGENT

The address and name of the initial registered agent of the corporation shall be:

Robert T. Wolford
955 Briarwood Boulevard
Naples, FL 34104

ARTICLE VIII
INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) Director(s) initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial directors of the corporation are:

<u>NAMES</u>	<u>ADDRESSES</u>
Robert T. Wolford	955 Briarwood Boulevard Naples, FL 34104
Earl E. Danner	124 Pickton Road Roselle, IL 60172

ARTICLE IX
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

<u>NAMES</u>	<u>ADDRESSES</u>
Robert T. Wolford	955 Briarwood Boulevard Naples, FL 34104

ARTICLE X **BYLAWS**

The shareholders of this corporation shall have the sole power to establish, enact, alter or repeal the Bylaws for the management of this corporation, and the duties of the officers of this corporation shall be prescribed by such Bylaws. In addition, such Bylaws may include, by unanimous decision of all the shareholders, any regulatory or restrictive provisions regarding the sale, transfer, or other disposition of any of the outstanding shares of stock of this corporation by any of its shareholders, or in the event of the death of any of its shareholders.

ARTICLE XI **ADDITIONAL CORPORATE POWERS**

In furtherance, and not in limitation of the general powers conferred by the laws of the State of Florida and of the purposes and objects hereinabove stated, this corporation shall have all and singular the following powers:

A. To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, firm or corporation to carry on any business which this corporation has the direct or incidental authority to pursue.

B. At its option, to purchase and acquire any or all of its shares owned and held by any such shareholder as should desire to sell, transfer or otherwise dispose of his/her shares, or any or all of its shares owned and held by a shareholder who dies, all in accordance with the Bylaws adopted by the shareholders of this corporation setting forth the terms and conditions of such purchase; provided however, the capital of this corporation cannot be impaired thereby.


ARTICLE XII **ELECTION OF SUBCHAPTER S**

This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

ARTICLE XIII **AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s), except the Preemptive Rights created in Article VI are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4th day of February, 1998.



ROBERT T. WOLFORD
Subscriber

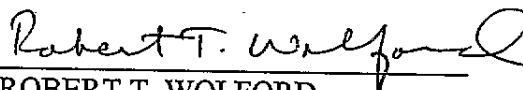
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That, B N E ENTERPRISES, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Naples, County of Collier, State of Florida, has named ROBERT T. WOLFORD, located at 955 Briarwood Boulevard, in the City of Naples, County of Collier, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity and agree to comply with the provisions of said Act, including those relative to keeping open said office.


ROBERT T. WOLFORD

FILED
98 FEB -6 PM 4:29
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA